

# HELM

**FINANCIAL CORPORATION**

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

May 20, 1993

18245  
RECORDATION NO. FILED 1486

MAY 21 1993 3:06 PM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. Lee:

Enclosed is a Memorandum of Lease of Railroad Equipment dated as of April 23, 1993 between the following parties:

Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3500  
San Francisco, CA 94111

Lessee: Italgrani Elevator Company  
7900 Van Buren Avenue  
St. Louis, Missouri 63111

The equipment involved in this transaction is as follows:

Equipment: Twenty-five (25) Covered Hopper Railcars  
(See Exhibit A for Car Numbers)

Please file this agreement as a primary document. The filing fee of \$16.00 is included in the enclosed check.

Sincerely,



Maureen Krieg  
Contract Administrator

mek  
Enclosures (2)

MEMORANDUM OF  
LEASE OF RAILROAD EQUIPMENT

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INTERSTATE COMMERCE COMMISSION

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT made as of April 23, 1993 is intended to evidence the Lease of Railroad Equipment, dated as of April 23, 1993 (the "Lease") between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and ITALGRANI ELEVATOR COMPANY, a Minnesota corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the twenty-five (25) covered hopper railcars, more fully described in Exhibit A hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

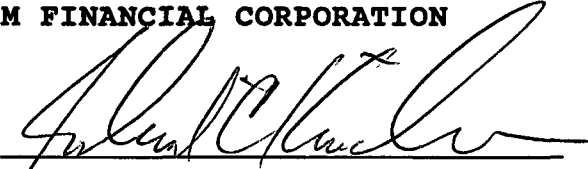
IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

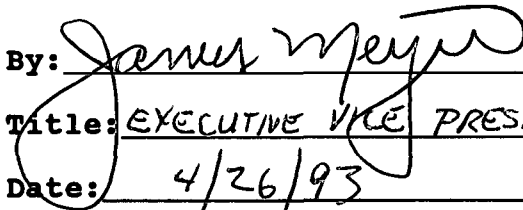
LESSOR

LESSEE

HELM FINANCIAL CORPORATION

ITALGRANI ELEVATOR COMPANY

By:   
Title: President  
Date: 04/30/93

By:   
Title: EXECUTIVE VICE PRESIDENT  
Date: 4/26/93

**EXHIBIT A**

**To the Memorandum of Lease of Railroad Equipment  
between Helm Financial Corporation and Italgrani Elevator Company  
Dated April 23, 1993**

**Equipment Description**

Twenty-five (25), 4,750 cubic foot, 100-ton, roller bearing, three pocket covered hopper railcars equipped with trough hatches and gravity outlets; built by Thrall and Pullman in 1978 and 1979.

**Unit Numbers**

HLMX 470085  
HLMX 470086  
HLMX 470087  
HLMX 470088  
HLMX 470089  
HLMX 470090  
HLMX 470091  
HLMX 470092  
HLMX 470093  
HLMX 470094  
HLMX 470095  
HLMX 470096  
HLMX 470097  
HLMX 470098  
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HLMX 470100  
HLMX 470101  
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HLMX 470109

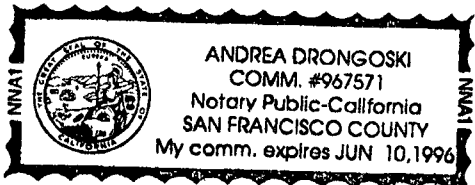
STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On April 30, 1993, before me, Andrea Drongoski  
personally appeared Richard C. Kirchner, President of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Andrea Drongoski  
SIGNATURE OF THE NOTARY

STATE OF Missouri )  
COUNTY OF St. Louis ) S

On this 26 day of April, 1993, before me personally appeared JAMES MEYER, to me personally known, who, being by me duly sworn, says that he is EXECUTIVE VICE PRESIDENT of **ITALGRANI ELEVATOR COMPANY**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Pamela A. Firms

Notary Public  
PAMELA A. FIRMS  
Notary Public  
STATE OF MISSOURI  
ST LOUIS COUNTY

My Commission Expires:

My Appointment Expires JAN 30, 1997

[Notarial Seal]